Document referred to in point (ba) (iii) of the first subparagraph of Article 1(5) of Regulation (EU) 2017/1129* containing the information set out in Annex IX to Regulation (EU) 2017/1129

with respect to

the admission to trading

of

12,500,000 newly issued bearer shares (*Inhaberaktien*) with a nominal value of CHF 0.04 each of EDAG Engineering Group AG on the regulated market (*regulierter Markt*) of the Frankfurt Stock Exchange (*Frankfurter Wertpapierbörse*) with simultaneous admission to the sub-segment of the regulated market with additional post-admission obligations (*Prime Standard*) from a capital increase against cash contributions resolved by the Board of Directors (*Verwaltungsrat*) exercising its authorization under the capital band (*Kapitalband*) pursuant to Article 3a of the Articles of Association of EDAG Engineering Group AG

by

EDAG Engineering Group AG

Arbon, Switzerland

International Securities Identification Number (ISIN): CH0303692047
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* Regulation (EU) 2017/1129 of the European Parliament and of the Council of 14 June 2017 on the prospectus to be published when securities are offered to the public or admitted to trading on a regulated market, and repealing Directive 2003/71/EC (the "***Prospectus Regulation***") containing the information set out in Annex IX to the Prospectus Regulation.

I. DESCRIPTION OF THE ISSUER

This document containing the information set out in Annex IX of the Prospectus Regulation referred to in point (ba) (iii) of the first subparagraph of Article 1(5) of the Prospectus Regulation (the "***Annex IX Document***") is published by EDAG Engineering Group AG, registered in the Commercial Register (*Handelsregister*) of the Canton of Thurgau, Switzerland under CHE-294.533.486 (the "***Company***" or "***EDAG***"), as issuer of the new shares having been issued and being described herein, and is being filed with the German Federal Financial Supervisory Authority ("***Bafin***") and simultaneously made available to the public.

EDAG was incorporated as a stock corporation (*Aktiengesellschaft*) domiciled in Switzerland under Swiss law on November 2, 2015 and has its registered seat at Schlossgasse 2, CH-9320 Arbon, Switzerland. The Company's legal entity identifier (LEI) code is 529900LQ2ZJ7F5Z4KN18.

The Company's website can be accessed at: www.edag.com.

II. DECLARATION BY THE BOARD OF DIRECTORS

The Board of Directors (*Verwaltungsrat*) of EDAG, as the body responsible for the Annex IX Document, hereby declares that, to the best of its knowledge, the information contained in this Annex IX Document is in accordance with the facts and that this Annex IX Document makes no omission likely to affect its import.

III. NO SCRUTINY AND APPROVAL BY BAFIN

Bafin is the competent authority in Germany for scrutiny and approval of prospectuses pursuant to Article 20 of the Prospectus Regulation. This Annex IX Document does not constitute a prospectus within the meaning of the Prospectus Regulation. It has not been subject to scrutiny and approval by Bafin.

IV. STATEMENT ON REPORTING AND DISCLOSURE OBLIGATIONS

EDAG has continuously complied with the applicable reporting and disclosure obligations throughout the entire period of the admission of its shares to trading on the regulated market (*regulierter Markt*) of the Frankfurt Stock Exchange (*Frankfurter Wertpapierbörse*). These include, in particular, the obligations under Directive 2004/109/EC, which has been transposed into German securities and capital markets laws, as well as Regulation (EU) No 596/2014 and Delegated Regulation (EU) 2017/565.

V. AVAILABILITY OF THE INFORMATION PUBLISHED

The relevant information published by EDAG in accordance with its ongoing disclosure obligations is available at the following locations:

The Company's website can be accessed at: https://ir.edag.com/en.

The register of companies (*Unternehmensregister*) can be accessed at: www.unternehmensregister.de.

The Federal Gazette (*Bundesanzeiger*) can be accessed at: www.bundesanzeiger.de.

VI. REASONS FOR THE ISSUANCE AND USE OF PROCEEDS

The issuance of 12,500,000 new bearer shares *(Inhaberaktien)* with a nominal value of CHF 0.04 each of EDAG (the "***New Shares***") has been resolved on 10 June 2026 by the Board of Directors (*Verwaltungsrat*) using its authority under the capital band (*Kapitalband*) pursuant to Article 3a of the Articles of Association of the Company (*Statuten*).

The New Shares have been issued by the Company to ATON Austria Holding GmbH against cash contributions to the Company in the amount of EUR 50,000,000 (the "***Proceeds***"). Subscription rights of shareholders were excluded pursuant to the resolution of the Board of Directors (*Verwaltungsrat*). ATON Austria Holding GmbH held 74.66 percent of the Company's shares and voting rights prior to the issuance of the New Shares and holds 83.11 percent of the Company's shares and voting rights following the issuance of the New Shares.

The Proceeds from the issuance of the New Shares are intended to be used for general corporate purposes, including refinancing measures.

Concurrently with the issuance of the New Shares, the Company has entered into a loan agreement relating to a mandatorily convertible loan (the "***Convertible Loan***") in the principal amount of EUR 25,000,000. The Convertible Loan will not be repaid in cash, but will be mandatorily converted on 11 September 2026 (or earlier in certain circumstances) into 6,250,000 bearer shares (*Inhaberaktien*) with a nominal value of CHF 0.04 each to be issued by the Company for the purposes of conversion. This document does not relate to the admission to trading of shares to be issued under the Convertible Loan.

VII. SPECIFIC RISK FACTORS OF EDAG ENGINEERING GROUP AG

There are risks associated with an investment in the shares of EDAG. Before making any investment decision, prospective investors should carefully review and consider the following risk factors and the other information contained in this document. Should one or more of the risks described below materialise, either alone or in conjunction with risks of which EDAG is not currently aware or that EDAG may currently deem immaterial, this could have a material adverse effect on the business, prospects, assets, financial position and results of operations (*Vermögens-, Finanz- und Ertragslage*) of EDAG and its consolidated subsidiaries (hereinafter referred to as the "***EDAG Group***"). The order in which the risks are presented is not an indication of the likelihood of the risks actually materialising or the significance or degree of the risks or the scope of any potential harm to EDAG Group's business, assets, financial position and results of operations. The risks mentioned herein may materialise individually or cumulatively.

1. MACROECONOMIC AND INDUSTRY RISKS

- **Adverse macroeconomic and geopolitical developments could reduce demand for EDAG's services:** EDAG's business depends on global macroeconomic and political conditions, in particular in Europe, the United States, Asia (particularly China) and South America. Any further escalation of existing trade conflicts, ongoing geopolitical tensions and wars in various parts of the world, including the Near and Middle East, Ukraine and parts of Asia, high government debt levels in major economies and a potential market correction in the equity capital markets could significantly dampen global economic momentum, increase financial-market volatility and dampen investment sentiment, resulting in a macroeconomic environment characterised by significant uncertainties. Adverse developments in the economic environment could lead to further cost cutting measures by EDAG's customers in the automotive and other industries and reduce their Research and Development ("***R&D***") budgets and the volume of services outsourced to external service providers like EDAG and EDAG may not be able to mitigate the effects of any such downturn. The materialisation of any of these risks could have a material adverse effect on the business, assets, financial position and results of operations of the EDAG Group.

- **Weak economic conditions in Germany could disproportionately affect EDAG due to its significant exposure to the German market:** Germany shows a significant negative deviation from global moderate growth forecasts. Potential reasons for this tepid development are the slow and costly adaptation of the German economy to ongoing structural change, bureaucratic burdens and outdated infrastructure, while the continuing negative effects caused by US tariff policy are weighing on German exports, further reducing growth. Germany-based industrial businesses in particular are currently losing competitiveness and continue to face structural weaknesses such as a declining labour force, sluggish investment activity and low productivity growth. Weak economic conditions might have significant adverse effects on the demand for passenger cars and commercial vehicles. A decline in automotive sales, especially in Germany, may affect EDAG more than some of its competitors due to the fact that EDAG might not be able to compensate a significant decline for its vehicle engineering services by an increase in demand in other markets. The materialisation of any of these risks could have a material adverse effect on the business, assets, financial position and results of operations of the EDAG Group.

- **Tariffs, trade restrictions, supply chain disruptions and persistent inflation could increase EDAG's costs, reduce customer demand for its services and adversely affect its financing conditions:** The imposition or escalation of tariffs, trade wars and military conflicts could lead to significant disruptions in global supply chains, potentially resulting in increased input costs for raw materials, components and third-party services procured by EDAG. At the same time, such developments might lead to cost-cutting measures by EDAG's customers, a reduction in their R&D budgets and a consequent decrease in the volume of engineering services outsourced to external service providers such as EDAG. Under these circumstances, EDAG may be unable to pass on its increased input costs to its customers, thereby adversely affecting its margins. Furthermore, higher inflation driven by tariffs, trade restrictions and geopolitical conflicts could cause central banks to raise interest rates, which could increase the cost of EDAG's existing and future debt financing and further dampen customer demand for engineering services as a result of tighter financial conditions across the broader economy. The materialisation of any of these risks could have a material adverse effect on the business, assets, financial position and results of operations of the EDAG Group.

- **The transformation of the global automotive industry could reduce demand for EDAG's engineering services:** According to a German Association of the Automotive Industry press release (*VDA*) dated 27 January 2026, the majority of international automobile markets exhibited growth of 3 percent in 2025, with China remaining the largest market and growing strongly at 4.5 percent, while the United States and Europe, as mature markets, showed moderate but stable growth of 2.4 percent each. In its sales forecasts dated 30 January 2026 and 10 February 2026, the VDA expects the global market to remain virtually unchanged in 2026 compared to 2025, although the outlook for regional markets is more varied; the European and German passenger car markets are expected to see moderate growth while the US market is forecast to decline by 4 percent and China is expected to show only very modest growth of 1 percent in 2026. Traditional Original Equipment Manufacturers ("***OEMs***") and Tier 1 suppliers at the same time face a major transformation of their product portfolios, and the growing orientation towards and focus on eMobility are already leading to significant restructuring costs and new investment requirements. OEMs therefore need to optimise their cost structures in order to remain competitive. The EU has decided to ease its policy of approving almost exclusively low-emission vehicles for registration starting in 2035, which creates uncertainty as to whether OEM product portfolios will be geared entirely to electric vehicles or will also include combustion engines running on eFuels. The transformation of portfolios and company processes towards greater eMobility and sustainability requires high investment volumes for development and infrastructure, which may lead to savings programmes and reduction of the volume of development services awarded to third party developers such as EDAG. Risks to EDAG may also arise if EDAG's own service portfolio cannot be adapted to market trends quickly enough. The materialisation of any of these risks could have a material adverse effect on the business, assets, financial position and results of operations of the EDAG Group.

- **Increasing competition and the entry of new market participants could erode EDAG's market position:** As a consequence of the development of eMobility and autonomous and connected driving, an increasing number of OEMs and specialised automotive suppliers have entered, and continue to enter, the automotive market. These include technology companies which, because of their expertise in software, connectivity and AI, are increasingly influencing the automotive product development cycle. It also includes Chinese OEMs and start-ups that are gaining market share in their domestic and in global markets based on pricing. Such new market entrants may not outsource engineering services to third party suppliers such as EDAG, their business may not require such services and they may exercise significant pricing pressure on their outsourcing partners, all of which could affect demand for EDAG's services and its profit margins. Furthermore, increased consolidation among competitors could allow them to benefit from greater economies of scale, offer more comprehensive service portfolios and increase the size of their serviceable markets, thereby further intensifying competitive pressure on EDAG. The materialisation of any of these risks could have a material adverse effect on the business, assets, financial position and results of operations of the EDAG Group.

- **A shift in customer demand towards innovative and comprehensive solutions could adversely affect EDAG if it does not develop the required competencies in time:** Competition in the market for engineering services remains intensive and all market participants are subject to increasing pressure to raise efficiency and lower costs. A continued shift in customer demand is anticipated towards innovative, comprehensive solutions in the areas of powertrain systems, advanced driver-assistance systems, autonomous driving, energy systems, smart cockpits and Electrics/Electronics systems for the entire vehicle. Any inability to identify such developments and to adjust its service profile to evolving customer demand could lead to a loss of customers and market-share. If EDAG does not address these issues and further develop the appropriate competencies accordingly, this could have a material adverse effect on the business, assets, financial position and results of operations of the EDAG Group.

2. RISKS RELATING TO EDAG'S BUSINESS OPERATIONS

- **Complex, large-scale development projects could expose EDAG to cost overruns, technical difficulties, quality issues and margin erosion:** The handling of development projects always entails risks associated with complex and large-scale projects, and the constant move towards greater quantitative, qualitative and chronological project volumes places high demands on EDAG's project management competencies. As a rule, these large-scale development projects are highly complex. Risks can materialize as a result of technical divergences from agreed specifications or unclear customer instructions, which can lead to budgets being exceeded, staff shortages, technical difficulties and quality-related problems, all of which can have a negative impact on margins. In the event of penalties for breach of contract, the assets, financial position and financial performance of EDAG could be further impacted, and delays or termination in customer ordering processes that are not directly linked to substitute or replacement orders may also result in risks affecting capacity utilisation. The materialisation of any of these risks could have a material adverse effect on the business, assets, financial position and results of operations of the EDAG Group.

- **EDAG's diversification into industries outside automotive may not succeed as planned due to deindustrialisation trends in Germany and intensifying competition:** The BDI (*Bundesverband der Deutschen Industrie e.V.*) reported a further 2 percent decline in manufacturing output for 2025 but expects a slight recovery of 1 percent in 2026. German industry currently faces considerable challenges, resulting in clear indication of ongoing deindustrialisation, as many companies are relocating production to other countries due to high energy prices, rising labour costs, excessive bureaucracy and inadequate infrastructure in Germany, while economic uncertainties and geopolitical conflicts are causing German industry to remain cautious about investing. Competition in the industrial sector is intensifying rapidly as numerous engineering service providers from other industries, particularly the automotive sector, are entering the broader industrial customer market. If EDAG is unable to establish itself in the industrial customer market outside the automotive sector, investments made in expanding its industrial capabilities may not generate the expected returns, and there can be no assurance that the expected growth in the industrial segment will materialise as planned. The materialisation of any of these risks could have a material adverse effect on the business, assets, financial position and results of operations of the EDAG Group.

- **EDAG's expansion into the defense sector may expose EDAG to material risks:** The defense industry is characterised by specific technical and security requirements that differ from those in EDAG's core automotive engineering business. There can be no assurance that EDAG will be able to meet the specific requirements of defense customers, that procurement processes will not be subject to delays or cancellations, or that the investments required to enter the defense market will generate the expected returns. EDAG's strategy to expand in the defense sector might fail partly or in whole. As the strategy may include investments and costs, EDAG might not recover any sums used for this purpose. The materialisation of this risk could have a material adverse effect on the business, assets, financial position and results of operations of the EDAG Group.

- **EDAG's strategy and global delivery model may be adversely affected if the requisite expertise cannot be built up in lower-cost locations in the required volume, speed and quality:** Standardised development orders are transferred within the EDAG Group to countries where wage levels are lower than in developed countries. Risks arise if the requisite expertise cannot be built up in such best-cost locations in line with market conditions in terms of volume, speed, and quality. If EDAG is unable to develop the necessary capacities and competencies in best-cost locations at the required pace, this could undermine the cost advantages that EDAG seeks to offer its customers, impair its ability to service customer contracts on time and at competitive prices, and potentially lead to a loss of customers. The materialisation of this risk could have a material adverse effect on the business, assets, financial position and results of operations of the EDAG Group.

- **Overstaffing and underutilised capacity could place strain on EDAG's cost structure:** Given the persistently difficult and unpredictable market conditions, there is a risk of overstaffing in 2026 as a result of goods and services not being called up under framework agreements and projects being postponed. If EDAG is not able to balance demand for its services with capacity, this may result in idle capacity costs that EDAG may not be able to offset in the short term and could force EDAG to implement further optimization measures at higher cost. The materialisation of this risk could have a material adverse effect on the business, assets, financial position and results of operations of the EDAG Group.

- **IT system failures, cyberattacks or data leaks could adversely affect EDAG's operations and reputation:** Due to the constant rise in the use of IT in all business segments, the importance of electronically processed information and the availability of IT structures continues to grow, and, as an engineering service provider, EDAG relies to a great degree on fully functioning IT and safe data connections with its customers. Disruptions and attacks on IT systems and networks cannot be completely ruled out, and an IT system breakdown or data loss could have serious consequences for EDAG. In particular, EDAG has to comply with the growing demands of the defense industry, which requires highly available, secure and high-performance IT infrastructures that ensure seamless data processing, networked development processes and reliable communication channels. The main risk is that strictly confidential information, particularly with regard to new technological findings or partnerships in the field of research and development, might be leaked to third parties, which could adversely affect EDAG's market position and reputation and might result in legal proceedings and third-party claims which could result in financial loss and reputational damage for EDAG. The materialisation of any of these risks could have a material adverse effect on the business, assets, financial position and results of operations of the EDAG Group.

3. PERSONNEL RISKS

- **A failure to attract and retain qualified personnel could impair EDAG's ability to deliver its services:** The success of the EDAG Group depends to a significant extent on committed and well qualified employees. There is a risk that it might prove difficult to find such employees to fill any or all vacant positions, and a further potential risk is the loss of competent employees to competitors or to customers, with replacements for such positions frequently involving increased recruiting and induction costs for the EDAG Group. If EDAG loses key personnel, in particular entire teams of employees working together in a certain area of its business, considerable expertise could be lost or access thereto gained by competitors and customers. Furthermore, a shortage of qualified personnel could force EDAG to take fewer orders from its customers or expose it to additional costs in order to acquire and retain qualified personnel. The materialisation of any of these risks could have a material adverse effect on the business, assets, financial position and results of operations of the EDAG Group.

- **EDAG's restructuring programme could adversely affect the EDAG Group:** In light of difficult market conditions, EDAG launched a restructuring programme in the 2024 and 2025 financial years, with a focus on Germany, and implemented specific measures that resulted in a significant reduction in the number of employees. However, the restructuring programme might fail to achieve its objective or produce further risks upon execution. The materialisation of risks associated with this restructuring could have a material adverse effect on the business, assets, financial position and results of operations of the EDAG Group.

4. FINANCIAL RISKS

- **Customer payment defaults could adversely affect EDAG's financial position:** To minimise the risk of non-payment, creditworthiness is checked, especially when dealing with new customers, and individual overdue receivables are taken into account by valuation allowances in the statement of financial position according to defined rules, provided the increase in the risk of non-payment is objectively verifiable. There can be no assurance that these measures will be sufficient to prevent material losses from customer defaults. In case of customer payment defaults, EDAG might not retrieve the costs which occurred over the course of the business relationship with the defaulting customer. The materialisation of this risk could have a material adverse effect on the assets, financial position and results of operations of the EDAG Group.

- **Currency fluctuations may adversely affect EDAG's financial results, and hedging measures may not fully mitigate such risks:** EDAG might be exposed to currency fluctuations which might lead to the value of EDAG's costs not matching the value of the consideration received in transactions, because income and expenditure arise in different currencies. The risk from currency fluctuations for foreign-currency receivables and/or planned cash flows is partially secured by forward currency contracts and derivative financial instruments applied to reduce risks, which are used solely for hedging purposes and not for speculative purposes. There can be no assurance that these hedging arrangements will be sufficient to protect EDAG against all foreign-currency risks. EDAG may not always be able to adequately hedge against currency risk on suitable terms in the future. Thus, EDAG's hedging strategy may be partly or wholly unsuccessful. The materialisation of currency risks could have a material adverse effect on the assets, financial position and results of operations of the EDAG Group.

- **EDAG's liquidity and ability to refinance its debt could be adversely affected by unfavourable market conditions, interest-rate, liquidity, foreign-exchange risks or changes to its financing arrangements:** The key financial liabilities of the EDAG Group include financial liabilities, accounts payable and other liabilities, the main purpose of which is to finance the business activities of the EDAG Group. While most of EDAG Group's financing currently bears fixed rate interest, the EDAG Group has significant financial indebtedness in the form of promissory note loans totalling €101 million, consisting of several tranches with remaining maturities of between 0.5 and 4.5 years as of the fiscal year ending December 31, 2025, including a tranche of €51 million due in July 2026. In addition to the promissory note loans, another key financing source is a medium-term loan from VKE-Versorgungskasse EDAG-Firmengruppe e.V. in the amount of €14.5 million as of 31 March 2026, and, to cover short-term financing needs, EDAG Engineering GmbH currently has access to committed overdraft facilities with house banks in a total volume of €100 million, of which €9.2 million had been drawn as of 31 March 2026, guarantees from credit insurers in a volume of €17.5 million, of which €6.9 million had been drawn down as of 31 March 2026, and additional lines within the EDAG Group totalling €5.0 million. There can be no assurance that EDAG will have continued access to its overdraft facilities under all circumstances or that EDAG will be able to secure refinancing of such facilities or of its term debt on acceptable terms. The materialisation of this risk could have a material adverse effect on the assets, financial position, cash flow and results of operations of the EDAG Group.

5. REGULATORY AND LEGAL RISKS

- **Legal disputes, administrative proceedings and third-party claims could result in financial loss and reputational damage:** As an internationally active company, EDAG is, in the context of its ordinary business activities, subject to a series of risks in connection with legal disputes, administrative proceedings and claims by customers, business partners or other third parties. With regard to operative business, the principal legal areas concerned include contract law, product liability, anti-trust legislation, intellectual property rights and general civil law. Should these risks materialise, there is a risk of financial loss and damage to EDAG's reputation, which could ultimately have an adverse effect on the success of the company. The materialisation of any of these risks could have a material adverse effect on the business, assets, financial position and results of operations of the EDAG Group.

- **Defective or delayed performance, including in the event of a widespread product recall, could result in significant liability claims and, in extreme cases, threaten the existence of EDAG:** By law, EDAG is liable for any damage suffered by a customer as a result of defective or delayed performance, and, in an extreme case, such as a widespread recall by a car manufacturer due to a defective design or service by any of the EDAG companies, this could threaten the existence of the Company. In international projects, the applicable legal standards are often those that apply in the foreign country where the customer’s company is based and are largely unknown in Germany, while EDAG's risks are further increased by contractual warranty risks and by liability limitations specific to certain customers that cannot always be fully passed on to subcontractors. The materialisation of any of these risks could have a material adverse effect on the business, assets, financial position and results of operations of the EDAG Group and, in extreme cases, could threaten its continued existence.

6. TAX RISKS

- **Changes in tax laws, regulations or interpretations could increase the EDAG Group’s tax burden:** The EDAG Group operates worldwide and is subject to a wide range of local tax laws and regulations. Any changes in these can lead to greater tax expense and higher tax payments, and EDAG is also active in countries with complex tax regulations that can be interpreted in a number of different ways. Future interpretations and/or developments of the tax system could affect tax liabilities, profitability and business activities. The materialisation of any of these risks could have a material adverse effect on the business, assets, financial position and results of operations of the EDAG Group.

7. COMPLIANCE-RELEVANT RISKS

- **Any failure to comply with applicable legal and ethical requirements could result in financial penalties and reputational damage:** As an internationally active company, EDAG faces growing challenges and an ever-increasing responsibility towards its business partners, and unconditional compliance with legal requirements is imperative. Any failure to combine business activities with ethical principles and to act responsibly in all respects could have a material adverse effect on the business, assets, financial position, reputation and results of operations of the EDAG Group.

- **Non-compliance with environmental laws and regulations could lead to liabilities and costs:** EDAG has to comply with a wide range of environmental laws and regulations. There can be no assurance that EDAG's environmental management system will be sufficient to prevent all environmental compliance breaches. In this regard, EDAG might face legal proceedings, financial penalties and reputational damages. The materialisation of environmental compliance risks could have a material adverse effect on the business, assets, financial position and results of operations of the EDAG Group.

- **Non-compliance with social and economic laws and regulations could result in fines or other sanctions:** EDAG is required to comply globally with a wide range of social and economic laws and regulations. There can be no assurance that EDAG will comply with all of these, which might result in fines or sanctions against EDAG. The materialisation of socioeconomic compliance risks could have a material adverse effect on the business, assets, financial position, reputation and results of operations of the EDAG Group.

- **Non-compliance with human rights, labour standards and the protection of minorities could result in legal, regulatory and reputational consequences:** As an internationally active company, EDAG has to ensure compliance with human rights and adherence to recognised national and international labour standards at EDAG's many facilities worldwide. Any failure to comply with applicable human rights and labour standards could expose EDAG to legal proceedings, regulatory sanctions and reputational damage, which could have a material adverse effect on the business, assets, financial position and results of operations of the EDAG Group.

- **Human rights and environmental violations in EDAG's supply chain could adversely affect the EDAG Group:** EDAG seeks to recognise, prevent and end risks and violations related to human rights and the environment along its supply chains, but there can be no assurance that these measures will be sufficient to prevent all such violations. The materialisation of any of these risks could have a material adverse effect on the business, assets, financial position, reputation and results of operations of the EDAG Group.

- **Corruption or alleged corruption within the EDAG Group could result in legal proceedings, financial penalties and reputational damage:** There can be no assurance that corruption cases or allegations of corruption will not arise within the EDAG Group in the future. In this regard, EDAG might face legal proceedings, financial penalties and reputational damages. The materialisation of anti-corruption risks could have a material adverse effect on the business, assets, financial position, reputation and results of operations of the EDAG Group.

8. CLIMATE-RELATED RISKS

- **Climate-related transitional risks could adversely affect EDAG's business model:** EDAG is exposed to climate-related risks that result from the transition towards a low-emission economy that must be carried out across all sectors to limit climate change. Efforts to reduce CO2 emissions may cause changes in customer demand patterns as automotive OEMs accelerate the shift towards low-emission vehicles, result in new regulatory requirements relating to emissions and energy efficiency, and cause potential shifts in the competitive landscape as new technologies emerge. Any additional regulation restricting or limiting car traffic with an aim at reducing carbon emissions could lead to a material decrease in car sales and consequently adversely affect demand for EDAG's vehicle engineering services. The materialisation of any of these risks could have a material adverse effect on the business, assets, financial position, reputation and results of operations of the EDAG Group.

9. RISKS RELATING TO THE CAPITAL INCREASE DESCRIBED IN THIS ANNEX IX DOCUMENT

- **ATON GmbH has a dominating influence on the EDAG Group** Following the issuance of the New Shares to ATON Austria Holding GmbH, a wholly-owned subsidiary of ATON GmbH, Munich, ATON GmbH will control the exercise of voting rights representing 83.11% of all voting rights associated with shares in the Company. Upon conversion of the Convertible Loan granted by ATON Austria Holding GmbH to the Company into 6,250,000 additional new shares to be issued by the Company, ATON GmbH’s share in all voting rights will likely increase further to representing 85.52% of all voting rights. By such majorities, ATON Austria Holding GmbH can pass substantially all shareholder resolutions in the Company’s shareholder meeting (*Generalversammlung*) by its sole voting power. This concentration of voting power significantly limits the influence of minority shareholders on corporate decisions. In addition, the relatively low free float of shares may adversely affect the trading liquidity and market price of the Company's shares.

VIII. CHARACTERISTICS OF THE SECURITIES

The New Shares are bearer shares (*Inhaberaktien*) with a nominal value of CHF 0.04 each. They carry the same rights, including one vote per share at the General Meeting (*Generalversammlung*) and full dividend rights from the beginning of the Company’s financial year 2026.

The New Shares are represented by a global share certificate held in custody by Clearstream Europe AG. The new shares will be delivered via collective safe custody credit through the facilities of Clearstream Europe AG. The New Shares will be freely transferable.

The ISIN of the Company’s shares is CH0303692047.

All of the Company’s shares, including the New Shares, are denominated in Swiss francs. The functional currency of the Company is the Euro, and the shares are traded in Euros on the Frankfurt Stock Exchange.

IX. DILUTION AND SHAREHOLDING AFTER THE ISSUANCE

The nominal share capital of the Company amounted to CHF 1,000,000 and was divided into 25,000,000 bearer shares prior to the issuance of the New Shares.

The New Shares have been issued by the Company to ATON Austria Holding GmbH against cash contributions. The pre-emptive rights of the existing shareholders were excluded pursuant to the resolution of the Board of Directors (*Verwaltungsrat*). As a result, the proportionate shareholding and voting rights of the existing shareholders other than ATON Austria Holding GmbH have been diluted.

The distribution of the Company's shares and voting rights prior to the issuance of the New Shares described in this Annex IX Document was as follows:[1]

Shareholder	**Voting rights (%) (approx.)**
ATON Austria Holding GmbH	74.66
Hauck & Aufhäuser Fund Services S.A.	5.40
Axxion S.A.	4.98
LOYS Sicav	4.24
Free float	10.72
Total	**100**

Following the issuance of 12,500,000 New Shares by the Company to ATON Austria Holding GmbH, the resulting shareholding and voting rights structure is approximately as follows (assuming no other changes in the share capital):

Shareholder	**Voting rights (%) (approx.)**
ATON Austria Holding GmbH	83.11
Hauck & Aufhäuser Fund Services S.A.	3.60
Axxion S.A.	3.32
Free float (former holders)	9.97
Total	**100**

As a result, the proportionate shareholding and voting rights of the existing shareholders other than ATON Austria Holding GmbH have decreased from 10.72 percent to approximately 9.97 percent.

X. ADMITTED TRADING VENUES

The Company’s shares in existence prior to the issuance of the New Shares that are fungible with the New Shares to be admitted to trading on a regulated market are admitted to trading on the regulated market (*regulierter Markt*) with additional post-admission obligations (*Prime Standard*) of the Frankfurt Stock Exchange (*Frankfurter Wertpapierbörse*).

Application will be made for the admission of the New Shares to trading on the regulated market (*Prime Standard*) of the Frankfurt Stock Exchange (*Frankfurter Wertpapierbörse*).

Arbon, Switzerland, 16 June 2026

EDAG Engineering Group AG

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[1] Shareholders with a total share of the voting rights that come to at least 3 % are listed by name on the basis of the notifications made to the Company by 1 June 2026 in accordance with the German Securities Trading Act (*Wertpapierhandelsgesetz*) and in accordance with the information provided by the relevant shareholders. It should be noted that the number of voting rights last notified could have changed since such notifications were submitted to the issuer without the relevant shareholder being required to submit a corresponding voting rights notification provided no notifiable thresholds were reached or crossed.